

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF MICHIGAN
SOUTHERN DIVISION

In re:

CITY OF DETROIT, MICHIGAN

Case No. 13-53846-SWR
Chapter 9
Hon. Steven W. Rhodes

AFFIDAVIT OF RONALD C. LISCOMBE

STATE OF MICHIGAN)
)
COUNTY OF WAYNE)

Ronald C. Liscombe, being duly sworn, testifies as follows:

1. I have first-hand knowledge of the facts set forth in this affidavit and am competent to testify about them.
2. I am an attorney at the Allen Law Group, P.C. (“Allen Law”).
3. Allen Law was officially retained as primary legal counsel to the Public Lighting Authority (the “PLA”) on March 27, 2013.
4. In my capacity at Allen Law, I have been the principal attorney assigned to PLA matters.
5. In my capacity at Allen Law, I authored the initial draft of the Interlocal Agreement for the Construction & Finance of a Public Lighting System (the “C&F Agreement”).

6. In my capacity at Allen Law, I authored the initial draft of the Interlocal Agreement for the Operations & Maintenance of a Public Lighting System (the "O&M Agreement").
7. In my capacity at Allen Law, I authored the initial draft of the Trust Agreement between the PLA, the City of Detroit (the "City"), and the Trustee (the "Trust Agreement").
8. The Amended and Restated Trust Agreement (the "Amended Trust") is a modified version of the Trust Agreement, which adds the Michigan Finance Authority as a party and makes additional changes related to the bond transaction.
9. In my capacity at Allen Law, I led the negotiations on behalf of the PLA on the C&F Agreement, the O&M Agreement, the Trust Agreement, and the Amended Trust.
10. My negotiations on the documents referenced in Attestation number 9 were with Jones Day attorneys Brian Sedlak and Michael Austin negotiating on behalf of the City.
11. The C&F Agreement negotiations between the PLA and the City commenced in mid-July of 2013, and concluded in mid-October of 2013.
12. The O&M Agreement negotiations between the PLA and the City commenced in mid-August of 2013, and concluded in mid-October of 2013.

13. Miller Canfield received a draft C&F Agreement from Allen Law for the first time on September 20, 2013.

14. Miller Canfield received a draft O&M Agreement from Allen Law for the first time on September 26, 2013.

15. The only input Miller Canfield provided on the C&F Agreement and the O&M Agreement were recommendations that had an effect on the bond transactions. This input was reviewed, negotiated, and approved by Allen Law on behalf of the PLA.

16. Miller Canfield's input on the Amended Trust included recommendations on language that effected the bond transactions. These recommendations were reviewed, negotiated, and approved by Allen Law on behalf of the PLA.

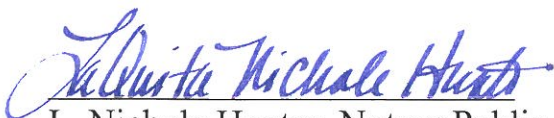
17. The PLA, by resolution, retained Miller Canfield to represent it in the limited role of bond and special counsel on the PLA bond transaction.

FURTHER AFFIANT SAYETH NOT.



Ronald C. Liscombe

Signed and sworn before me on this 4th day of December, 2013.



L. Nichole Hunter, Notary Public
State of Michigan, County of Wayne
My commission expires: 2/20/2015

